P000000499747

E. CHARLES OBERDORFER
JOHN G. BARRY, III

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(904) 384-6784
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May 8, 2000

FILED
00 MAY 15 AM 8: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

     Re: Articles of Incorporation for Bicycle Outpost, Inc.

Gentlemen:

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****122.50 *****78.75
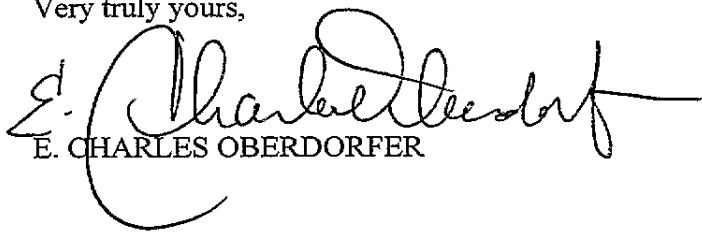
    Enclosed herewith is an original and one copy of the Articles of Incorporation of Bicycle Outpost, Inc. I also enclose a designation of registered agent form, and our check in the amount of $122.50 to cover the following charges:

1. Filing fee of $35.00;
2. Certified copy of articles, $52.50;
3. Certificate designating registered agent, $35.00

    Please return one copy of the articles indicating the filing date and file number. Thank you for your attention to this matter.

          Very truly yours,

          E. CHARLES OBERDORFER

ECO/ms
Enc.

ARTICLES OF INCORPORATION

OF

BICYCLE OUTPOST, INC.

Article One - Name

The name of this corporation shall be BICYCLE OUTPOST, INC.

Article Two - Duration

This corporation shall exist perpetually.

Article Three - Purpose

This corporation is organized for the purpose of bike repair, sales and transacting any or all lawful business.

Article Four - Capital Stock

This corporation is authorized to issue 1000 shares of $1.00 par value common stock.

Article Five - Initial Registered Agent

The principal address of the corporation is 3574 Citation Drive, Green Cove Springs, Florida 32034 and the name of the initial registered agent of this corporation is E. Charles Oberdorfer, Esquire, 1719 Blanding Boulevard, Jacksonville, Florida 32210.

Article Six - Initial Board of Directors

This corporation shall have not less than one and no more than two directors. The number of directors or officers may increase from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial officers of the corporation are:

Marc N. Coutu   President/Director
3574 Citation Drive
Green Cove Springs, FL 32034

Darla J. Mayo   Secretary/Treasurer/ Director
3574 Citation Drive
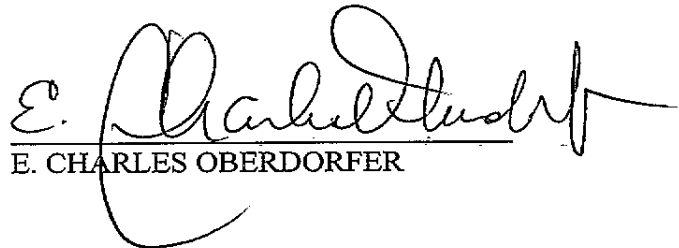Green Cove Springs, FL 32034

<u>Article Seven - Incorporator</u>

The name and address of the person signing these articles E. Charles Oberdorfer, Esquire, 1719

Blanding Boulevard, Jacksonville, Florida 32210.

<u>Article Eight - Amendment</u>

This corporation reserves the right to amend or repeal any provisions created in these Articles

of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject
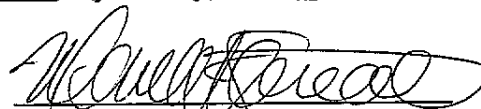
to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this ___ day of May, 2000.

E. CHARLES OBERDORFER

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, appeared **E. CHARLES OBERDORFER** who is personally known to me, who executed the foregoing articles and acknowledged before me that he executed those Articles of Incorporation freely and voluntarily.

SWORN TO and subscribed before me this _8th_ day of May, 2000.

Notary Public
My commission expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Florida Statutes, the following is submitted in compliance with said statutes:

BICYCLE OUTPOST, INC. desiring to organize under the laws of the State of Florida with its

principal office, as indicated in the Articles of Incorporation, in the City of Jacksonville, County of

Clay, and State of Florida, has named E. Charles Oberdorfer, Esquire, 1719 Blanding Boulevard,

Jacksonville, Florida 32210 as its agent to accept service of process within this state.

ACCEPTANCE:

Having been named to accept service of process for the above-named corporation, at place

designated in this certificate, I hereby accept to act in this capacity and agree to comply with the

provisions of said statutes relative to keeping open said offices.

E. CHARLES OBERDORFER,
Registered Agent

FILED
00 MAY 15 AM 8: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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